

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

SCANSOFT, INC.,

Plaintiff,

V.

C.A. No. 04-10353-PBS

VOICE SIGNAL TECHNOLOGIES, INC.,
LAURENCE S. GILLICK, ROBERT S.
ROTH, JONATHAN P. YAMRON, and
MANFRED G. GRABHERR,

Defendants.

DECLARATION OF WENDY S. PLOTKIN

Wendy S. Plotkin deposes and states as follows:

1. I am an attorney in the law firm of Choate, Hall & Stewart, and a member of the bar of the Supreme Judicial Court of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts. I am counsel to the above-named defendants and make this declaration in support of the defendants Memorandum in Support of Its Objections to the Magistrate Judge's Order Regarding Trade Secrets.

2. Attached hereto as Ex. A is a true and correct copy of the Order on Defendant's Motion for Protective Order Compelling Identification of Trade Secrets.

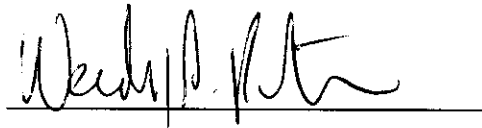
3. Attached hereto as Ex. B is a true and correct copy of the transcript of the March 16, 2005 hearing before this Court.

4. Attached hereto as Ex. C is a true and correct copy of documents Bates labeled SS016318, SS016319, SS016320, SS016321, SS016322, SS016323, SS016352, SS016353, SS016355, SS016356, SS016357, SS016358, SS016365, SS016366.

5. Attached hereto as Ex. D is a true and correct copy of the ScanSoft, Inc.'s Answers to the Second Set of Interrogatories (Nos. 1-4) of Voice Signal Technologies, Inc.

* * *

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

A handwritten signature in black ink, appearing to read "Wendy D. Rutter", is written over a horizontal line.

Dated: April 13, 2005